

EXHIBIT "A"

20169K37866600005

San Francisco Assessor-Recorder

Carmen Chu, Assessor-Recorder

DOC 2016-K378666-00

Acct 6002-First American Title Co.- Redwood City

Thursday, DEC 22, 2016 08:45:17

Ttl Pd\$13,349.50

Nbr-0005517657

oma/RE/1-5

RECORDING REQUESTED BY:

First American Title Company

MAIL TAX STATEMENT

AND WHEN RECORDED MAIL DOCUMENT TO:

Gong Lin Chen and Angelo Franchini

1101 Pacific Avenue, #501

San Francisco, CA 94133

CERTIFIED COPY

Space Above This Line for Recorder's Use Only

A.P.N.: BLOCK 0182, LOT 046

File No.: 3809-5276103 (KT)

Situs Address: 1101 Pacific Avenue, #501, San Francisco, CA 94133

Property Address: **1101 Pacific Avenue, #501, San Francisco, CA 94133**

Lot Number: **46**

Block Number: **182**

GRANT DEED

The Undersigned Grantor(s) Declare(s): DOCUMENTARY TRANSFER TAX \$**13,312.50**; CITY TRANSFER TAX \$;

SURVEY MONUMENT FEE \$ **10**

- [] computed on the consideration or full value of property conveyed, OR
[] computed on the consideration or full value less value of liens and/or encumbrances remaining at time of sale,
[] unincorporated area; [] City of **San Francisco**, and

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, **JOHN ALBERT DRACUP AND KATHLEEN ANNE DRACUP, AS CO-TRUSTEES OF THE DRACUP FAMILY TRUST UA 3/20/99**

hereby GRANTS to **Gong Lin Chen and Angelo Franchini, spouses married to each other, as Community Property**

the following described property in the City of **San Francisco**, County of **San Francisco**, State of **California**:

PARCEL A:

UNIT NO. 501, LOT 46, AS SHOWN ON THAT CERTAIN MAP ENTITLED, "MAP OF 1101 PACIFIC AVENUE, A RESIDENTIAL CONDOMINIUM PROJECT, BEING A SUBDIVISION OF THE LAND DESCRIBED IN THAT CERTAIN CORPORATION GRANT DEED FILED DECEMBER 6TH, 1996 IN REEL G773 OFFICIAL RECORDS, IMAGE 414, BEING ALSO A SUBDIVISION OF LOT 1 IN ASSESSOR'S BLOCK 182, BEING ALSO A PORTION OF 50 VARA BLOCK NO. 214, SAN FRANCISCO, CALIFORNIA", WHICH MAP WAS FILED FOR RECORD IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA, ON SEPTEMBER 3RD, 1999 IN BOOK 60 OF CONDOMINIUM MAPS AT PAGES 132 TO 136, INCLUSIVE.

EXCEPTING THEREFROM, THE FOLLOWING:

(A) NON-EXCLUSIVE EASEMENTS THROUGH SAID UNITS, APPURTENANT TO THE COMMON AREA AND ALL OTHER UNITS, FOR INGRESS, EGRESS, SUPPORT AND REPAIR OF THE COMMON AREA AND ALL UNITS;

(B) NON-EXCLUSIVE EASEMENTS, APPURTENANT TO THE COMMON AREA, FOR ENCROACHMENT UPON THE AIR SPACE OF THE UNIT BY THOSE PORTIONS OF THE COMMON AREA LOCATED WITHIN THE UNIT.

Mail Tax Statements To: **SAME AS ABOVE**

Grant Deed - continued

Date: 12/13/2016

CERTIFIED COPY

PARCEL B:

TOGETHER WITH THE FOLLOWING APPURTENANT EASEMENTS:

(A) A NON-EXCLUSIVE EASEMENT FOR INGRESS, EGRESS, SUPPORT AND REPAIR THROUGH THE COMMON AREA, AS SHOWN ON THE MAP;

(B) A NON-EXCLUSIVE EASEMENT TO USE PARKING AREA NO. P-501, AS SHOWN ON THE MAP.

PARCEL C:

AN UNDIVIDED 10.43% INTEREST, AS TENANTS IN COMMON WITH ALL OTHER UNIT OWNERS, IN AND TO THE COMMON AREA, AS SHOWN ON THE MAP.

EXCEPTING THEREFROM, EXCLUSIVE EASEMENTS FOR USE OF PARKING AREA(S), OTHER THAN THOSE SHOWN IN PARCEL "B", ABOVE, IN FAVOR OF THE UNITS, AS SHOWN ON THE MAP.

PARCEL D:

TOGETHER WITH THE FOLLOWING EASEMENTS APPURTENANT TO THE COMMON AREA:

(A) NON-EXCLUSIVE EASEMENTS FOR ENCROACHMENTS UPON THE AIR SPACE OF ALL OF THE UNITS BY AND FOR THE PORTIONS OF THE COMMON AREA LYING WITHIN THE UNITS.

Grant Deed - continued

Date: 12/13/2016

A.P.N.: BLOCK 0182, LOT 046

File No.: 3809-5276103 (KT)

Dated: December 13, 2016

CERTIFIED COPY

JOHN ALBERT DRACUP AND KATHLEEN
ANNE DRACUP, AS CO-TRUSTEES OF
THE DRACUP FAMILY TRUST UA 3/20/99


JOHN ALBERT DRACUP, Trustee


KATHLEEN ANNE DRACUP, Trustee

Grant Deed - continued

Date: 12/13/2016

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

CERTIFIED COPY

STATE OF California)SS

COUNTY OF Los Angeles)

On December 19, 2016 before me, Nakadia Inyama, Notary Public, personally appeared

John Albert Dray
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

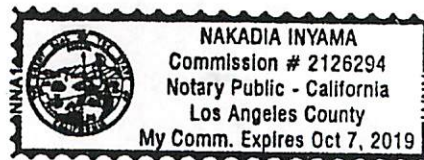
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

N. Inyama

This area for official notarial seal.



Grant Deed - continued

Date: 12/13/2016

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

CERTIFIED COPY

STATE OF California)SS

COUNTY OF Los Angeles)

On December 19, 2016 before me, Nakadia Inyama, Notary Public, personally appeared

Kathleen Anne Dracup
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

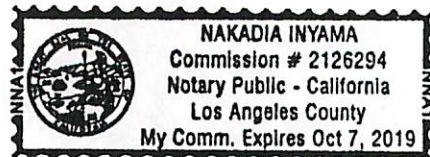
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

X. Inyama

This area for official notarial seal.



CERTIFIED COPY

This is a true certified copy of the record
if it bears the seal, imprinted in purple ink
of the Assessor-Recorder



DEC 16 2021

JOAQUÍN TORRES

ASSESSOR - RECORDER
SAN FRANCISCO COUNTY CALIFORNIA
BY Andre Guillory

Andre Guillory

EXHIBIT "B"



RECORDING REQUESTED BY:
North American Title Company, Inc.
Order No.: 56606-21-03923

AND WHEN RECORDED MAIL DOCUMENT TO:

Michael J. Kaplan and Nancy Fischbein,
Trustees, under the Kaplan-Fischbein Trust
Agreement dated February 26, 2009
1101 Pacific Avenue, Unit 501
San Francisco, CA 94133

City and County of San Francisco
Joaquin Torres, Assessor-Recorder

Doc #	2021170163	Fees	\$33.00
11/15/2021	1:07:10 PM	Taxes	\$13,312.50
ES	Electronic	Other	\$0.00
Pages 4	Title 001	SB2 Fees	\$0.00
Customer 2237		Paid	\$13,345.50

CERTIFIED COPY

SPACE ABOVE THIS LINE IS FOR RECORDER'S USE

A.P.N.: BLOCK 0182 LOT 046

Property-Situs Address: 1101 PACIFIC AVE UNIT 501, San Francisco, CA 94133-4294

Grant Deed

(please fill in document title(s) on this line)

- ☐ Exempt from fee per GC27388.1 due to being recorded in connection with concurrent transfer that is subject to the imposition of documentary transfer tax or,
- ☐ Exempt from fee per GC27388.1 due to the maximum fees being paid on documents in this transaction, or,
- ☐ Exempt from fee per GC27388.1 due to being recorded in connection with concurrent transfer that is a residential dwelling to an owner-occupier, or,
- ☒ Exempt from the fee under GC27388.1 for the following reasons:
Document is a transfer of real property subject to the imposition of transfer tax.

Note: The following exemptions may not be acceptable for use in all counties:

- ☐ Exempt from fee per GC27388.1 due to being recorded in connection with a transfer that was subject to documentary transfer tax which was paid on document recorded previously on _____ (date) as document number _____ of Official Records, or,
- ☐ Exempt from fee per GC27388.1 due to the maximum fees having been paid on documents in the transaction(s) recorded previously on _____ (date) as document number(s) _____ of Official Records, or,
- ☐ Exempt from fee per GC27388.1 due to it being recorded in connection with a transfer of real property that is a residential dwelling to an owner-occupier. The recorded document transferring the dwelling to the owner-occupier was recorded on _____ (date) as document number(s) _____

THIS PAGE ADDED TO PROVIDE EXEMPTION INFORMATION FOR THE BUILDING HOMES AND JOBS ACT FEE
(SB-2 Atkins; AFFORDABLE HOUSING FEE)
(Additional recording fee applies)

RECORDING REQUESTED BY
North American Title Company, Inc.

CERTIFIED COPY

AND WHEN RECORDED MAIL TO:
Michael J. Kaplan and Nancy Fischbein, Trustees, under
the Kaplan-Fischbein Trust Agreement dated February
26, 2009
1101 PACIFIC AVE UNIT 501
San Francisco, CA 94133-4294

Space Above This Line for Recorder's Use Only

File No.: 56606-21-03923

A.P.N.: BLOCK 0182 LOT 046
Property Address: 1101 PACIFIC AVE UNIT 501, San Francisco, CA: 94133-4294

GRANT DEED

The Undersigned Grantor(s) Declare(s): DOCUMENTARY TRANSFER TAX: \$13,312.50; CITY TRANSFER TAX: \$N/A; SURVEY
MONUMENT FEE: N/A

- ☒ computed on the consideration or full value of property conveyed, OR
- ☐ computed on the consideration or full value less value of liens and/or encumbrances remaining at time of sale,
- ☐ unincorporated area; ☒ City of San Francisco, and
- ☒ EXEMPT FROM BUILDING HOMES AND JOBS ACTS FEE PER GOVERNMENT CODE 27388.1(a)(2)

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, Gong Lin Chen and Angelo Franchini,
spouses married to each other, as community property

hereby GRANTS to Michael J. Kaplan and Nancy Fischbein, Trustees, under the Kaplan-Fischbein Trust Agreement
dated February 26, 2009-

the following described property in the City of San Francisco, County of San Francisco, State of California:

Legal Description attached hereto as Exhibit "A" and incorporated herein by this reference-

Mail Tax Statements To: SAME AS ABOVE

Dated: November 3, 2021

CERTIFIED COPY

G. Lin

Gong Lin Chen

Angelo Franchini

Angelo Franchini

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA) SS
COUNTY OF San Francisco)

On 11/5/2021, before me, Mollie Bunnell,
Notary Public, personally appeared Gong Lin Chen, Angelo Franchini,
who proved to me on the basis of satisfactory

evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature



W. Bunnell

This area for official notarial seal

EXHIBIT A

CERTIFIED COPY

A.P.N.: BLOCK 0182 LOT 046

PARCEL A:

UNIT NO. 501, LOT 46, AS SHOWN ON THAT CERTAIN MAP ENTITLED, "MAP OF 1101 PACIFIC AVENUE, A RESIDENTIAL CONDOMINIUM PROJECT, BEING A SUBDIVISION OF THE LAND DESCRIBED IN THAT CERTAIN CORPORATION GRANT DEED FILED DECEMBER 6TH, 1996 IN REEL G773 OFFICIAL RECORDS, IMAGE 414, BEING ALSO A SUBDIVISION OF LOT 1 IN ASSESSOR'S BLOCK 182, BEING ALSO A PORTION OF 50 VARA BLOCK NO. 214, SAN FRANCISCO, CALIFORNIA", WHICH MAP WAS FILED FOR RECORD IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA, ON SEPTEMBER 3RD, 1999 IN BOOK 60 OF CONDOMINIUM MAPS AT PAGES 132 TO 136, INCLUSIVE.

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TOGETHER WITH THE FOLLOWING APPURTENANT EASEMENTS:

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(B) A NON-EXCLUSIVE EASEMENT TO USE PARKING AREA NO. P-501, AS SHOWN ON THE MAP.

PARCEL C:

AN UNDIVIDED 10.43% INTEREST, AS TENANTS IN COMMON WITH ALL OTHER UNIT OWNERS, IN AND TO THE COMMON AREA, AS SHOWN ON THE MAP.

EXCEPTING THEREFROM, EXCLUSIVE EASEMENTS FOR USE OF PARKING AREA(S), OTHER THAN THOSE SHOWN IN PARCEL "B", ABOVE, IN FAVOR OF THE UNITS, AS SHOWN ON THE MAP.

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CERTIFIED COPY

This is a true certified copy of the record
if it bears the seal, imprinted in purple ink
of the Assessor-Recorder



DEC 16 2021

JOAQUÍN TORRES

ASSESSOR - RECORDER
SAN FRANCISCO COUNTY CALIFORNIA

BY

A handwritten signature in purple ink, appearing to read "Andre Guillory", is written over a horizontal line.

Andre Guillory

EXHIBIT "C"



Gong Lin Chen #164139

License Status: Active

Address: 1101 Pacific Ave, Apt 501, San Francisco, CA 94133-4296

Phone: 415-629-7216 | Fax: Not Available

Email: Not Available | Website: Not Available

More about This Attorney ▼

All changes of license status due to nondisciplinary administrative matters and disciplinary actions.

Date	License Status ⓘ	Discipline ⓘ	Administrative Action ⓘ
Present	Active		
6/1/1993	Admitted to the State Bar of California		

Additional Information:

- About the disciplinary system

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EXHIBIT "D"

1 ALLEN MATKINS LECK GAMBLE
MALLORY & NATSIS LLP
2 MICHAEL J. BETZ (BAR NO. 196228)
ALEXANDER NESTOR (BAR NO. 202795)
3 JEFFREY G. BRIGGS (BAR NO. 323790)
Three Embarcadero Center, 12th Floor
4 San Francisco, CA 94111-4074
Phone: (415) 837-1515
5 Fax: (415) 837-1516
E-Mail: mbetz@allenmatkins.com
6 anestor@allenmatkins.com
jbriggs@allenmatkins.com
7

Attorneys for Defendants
8 BYTON NORTH AMERICA CORPORATION AND
BYTON LIMITED
9

10 SUPERIOR COURT OF THE STATE OF CALIFORNIA

11 FOR THE COUNTY OF SANTA CLARA
12

13 CARSTEN BREITFELD, an individual,

14 Plaintiff,

15 vs.

16 BYTON NORTH AMERICA
CORPORATION, a Delaware corporation; and
17 BYTON LIMITED, a Hong Kong Company,

18 Defendants.
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Case No. 21CV376532

**SUPPLEMENTAL DECLARATION OF
GONG CHEN IN SUPPORT OF
DEFENDANTS' MOTION TO DISMISS OR,
IN THE ALTERNATIVE, MOTION TO
STAY PURSUANT TO CAL. CODE CIV.
PROC. SECTION 410.30(a)**

Date: September 23, 2021
Time: 9:00 a.m.
Judge: Drew Takaichi
Dept. 2

Complaint Filed: January 21, 2021

1 I, Gong Chen, declare as follows:

2 1. I am the Director of Intellectual Property for the Byton group of companies. I have
3 been employed by Byton North America Corporation since March 2018. I reported to Matt
4 Barter, the Byton group of companies' General Counsel and Byton Executive Leadership Team
5 Member, until his departure from Byton in or about September 2020. As a result of my role with
6 the Byton group of companies, and my review of corporate records and statements from current
7 and former employees with personal knowledge, I could and would competently testify to all of
8 the following statements.

9 2. On or about December 22, 2015, Carsten Breitfeld and Byton Ltd.'s predecessor,
10 Future Mobility Corporation Limited ("FMC"), executed an Employment Contract for Mr.
11 Breitfeld to serve as Byton Ltd.'s CEO. After signing the 2015 Employment Contract, Mr.
12 Breitfeld began working for Byton Ltd. in Shenzhen, China and its offices in Hong Kong.

13 3. On or around June 23, 2017, Mr. Breitfeld was seconded temporarily to Byton N.A.
14 in California to also serve as its CEO, subject to approval of his U.S. work permit.

15 4. On or around January 31, 2018, Byton Ltd. and Mr. Breitfeld agreed to amend the
16 2015 Employment Contract (the "2018 Amendment"). The 2018 Amendment was intended to
17 more closely align Byton Ltd.'s and the Byton group of companies' evolving business strategies
18 and operations with Mr. Breitfeld's duties and compensation as an employee of Byton Ltd.

19 5. Among the Employment Contract terms the parties specifically agreed to amend in
20 the 2018 Amendment was the forum selection clause, changing the required forum from Shenzhen,
21 China to Hong Kong. This amendment reflected that Byton Ltd. was increasingly the nerve center
22 of the Byton group companies' operations and that Mr. Breitfeld's employment relationship was
23 with Byton Ltd. The parties' agreement regarding the Hong Kong forum selection clause
24 amendment is reflected in Clause 17 of the 2018 Amendment.

25 6. During Mr. Barter's negotiations with Mr. Breitfeld regarding the 2018
26 Amendment, Mr. Barter did not represent or suggest to Mr. Breitfeld that he was required to agree
27 to the Hong Kong forum selection clause on threat of being terminated, or that any other of the
28 terms in the 2018 Amendment (including his compensation) were contingent on him agreeing to

1 the Hong Kong forum selection clause. To the contrary, during Mr. Barter's discussions with Mr.
2 Breitfeld, both agreed that Mr. Breitfeld's secondment to Byton N.A. was not intended to be
3 permanent, which was why the parties had agreed to a scheduled end date on April 30, 2020
4 (subject to a 1.19-year extension). And Mr. Breitfeld indicated to Mr. Barter that, after his
5 secondment ended, he likely intended to return to Hong Kong to continue his work for Byton Ltd.,
6 which was why the 2018 Amendment confirmed that his work location was Hong Kong and why
7 both sides agreed that Hong Kong was the proper forum to litigate any dispute related to Mr.
8 Breitfeld's Employment Contract with Byton Ltd.

9 7. Hong Kong, Byton Ltd.'s corporate residence, is where the physical evidence and
10 witnesses regarding Mr. Breitfeld's 2015 Employment Contract and 2018 Amendment are
11 primarily located.

12 I declare under penalty of perjury pursuant to the laws of California and the United States,
13 that the above is true and correct and that this Declaration was executed on September 1, 2021 in
14 San Francisco, California.

15
16 

17 _____
18 Gong Chen
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PROOF OF SERVICE

I am employed in the County of San Francisco, State of California. I am over the age of eighteen (18) and am not a party to this action. My business address is Three Embarcadero Center, 12th Floor, San Francisco, CA 94111-4074.

On September 2, 2021, I served the within document(s) described as:

**SUPPLEMENTAL DECLARATION OF GONG CHEN IN SUPPORT OF
DEFENDANTS' MOTION TO DISMISS OR, IN THE ALTERNATIVE, MOTION
TO STAY PURSUANT TO CAL. CODE CIV. PROC. SECTION 410.30(a)**

on the interested parties in this action as stated below:

Ryan Baker, Esq. Attorneys for Plaintiff
Donald Pepperman, Esq.
Scott Malzahn, Esq.
Teresa L. Huggin, Esq.
Waymaker LLP
777 S. Figueroa St., Suite 2850
Los Angeles, CA 90017
Phone: (424) 652-7800
Fax: (424) 652-7850
Email: rbaker@waymakerlaw.com
dpepperman@waymakerlaw.com
smalzahn@waymaker.com
thuggins@waymakerlaw.com
file@waymakerlaw.com
calendar@waymakerlaw.com

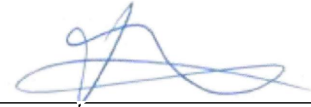
☒ **BY MAIL:** I placed a true copy of the document in a sealed envelope or package addressed as indicated above on the above-mentioned date in San Francisco, California for collection and mailing pursuant to the firm's ordinary business practice. I am familiar with the firm's practice of collection and processing correspondence for mailing. Under that practice it would be deposited with the U.S. Postal Service on that same day in the ordinary course of business. I am aware that on motion of party served, service is presumed invalid if postal cancellation date or postage meter date is more than one day after date of deposit for mailing in affidavit.

☒ **BY E-MAIL OR ELECTRONIC TRANSMISSION:** Based on and in accordance with a court order or agreement of the parties to accept service by e-mail or electronic transmission, I caused a true copy of the document to be sent to the persons at the corresponding electronic address as indicated above on the above-mentioned date. My electronic notification address is kmoulton@allenmatkins.com. I am readily familiar with this firm's Microsoft Outlook electronic mail system and did not receive any electronic message or other indication that the transmission was unsuccessful.

1 I declare under penalty of perjury under the laws of the State of California that the
2 foregoing is true and correct.

3 Executed on September 2, 2021, at San Francisco, California.

4 Karen E. Moulton
5 (Type or print name)



(Signature of Declarant)